

BGP-000: BOARD COMMITTEES
Adopted: xx/xx/2019

Southern Nevada Community Health Center Governing Board

SOUTHERN NEVADA COMMUNITY HEALTH CENTER

This policy applies to any group formed by the Board, whether or not it is called a committee and regardless of whether the group includes Board members. It does not apply to committees formed under the authority of the Executive Director. Committees assist the Board and Executive Director by preparing policy alternatives and implications for Board consideration and discussion. In keeping with the Board's broader focus, Board committees will not advise staff or deal with operations.

1. Establishing a Committee:

- a) Board committees will be organized as needed to assist with tasks that belong to the Board. The Board Chair may appoint the chairperson and members of Board committees.
 - i. Proposals for Board-appointed committees may be initiated by the Executive Director or any Board member.
 - ii. At a minimum, proposals for Board-appointed committees will include the following information:
 - a. The defined purpose and scope of the committee, including the specific issues to be reviewed or considered for the provision of recommendations to the full Board; and
 - b. The composition of the committee, including any specific Board positions required to be represented on the committee.
 - iii. Special (ad hoc) committees are formed for a specific purpose. Upon completion of the assigned project, the committee automatically dissolves unless assigned additional projects by the Board. Each special (ad hoc) committee shall select a committee chair unless the Board Chair appoints one.
 - iv. Standing advisory committees are formed to do their assigned duties on an on-going basis. Unless the Board Chair otherwise limits the duration, advisory committees are formed with a continued existence. The Board is responsible for providing committee members on-going training in governance issues.
 - v. Board members are encouraged and expected to volunteer for committee membership.

2. Committee Composition:

- a) When possible, all committees shall consist of at least five (5) Board members, and no more than six (6) members. At no time shall there be fewer than three (3) members.
 - i. When appropriate, non-members of the Board may serve on committees, but shall not serve as a committee chair.
 - ii. Committee membership should reflect the diversity of the Southern Nevada Community Health Center community.

3. Committee Roles, Responsibilities and Expectations:

- a) Committees will be used sparingly and ordinarily in an ad hoc capacity. When used, committees will ensure the Community Health Center's needs and interests are asserted over personal and/or business relationships. The Board will approve the committee's objectives, determine a timeline, and allocate an appropriate budget (if needed). Voting rights of non-member committee members will be determined by majority vote of the Board.
 - i. Board Committees:
 - a. Support the Board in doing its jobs, not to help or advise the staff. In keeping with the Board's broader focus, Board committees will normally not have direct involvement with current staff operations.
 - b. Cannot exercise authority over staff.
 - c. Will ensure all meetings comply with Nevada's Open Meeting Law and generally follow parliamentary procedure as contained in Robert's Rules of Order insofar as they do not conflict with the Bylaws or applicable law.
 - ii. Committee Members:
 - a. May not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Executive Director.
 - b. Will avoid over-identification with organizational parts rather than the whole. For example, a Board committee that has helped the Board create policy on a particular topic will not also be used to monitor performance on that same topic.
 - iii. Committee Meetings, Reports and Recommendations:
 - a. Reports and recommendations should be based upon objective criteria in furtherance of the Community Health Center's current and future needs.
 - b. Meetings will be presided over by the committee chair.
 - c. The Executive Director will provide a mechanism for official committee communications.

- d. Committees may establish a schedule of meetings as necessary and practical to carry out their assigned charge, review and discuss information and formulate recommendations for presentation to the full Board.
- e. Reports from Board committees shall be agendized as part of the regular Board meeting or as requested by the Board Chair. Reports shall include any supporting documentation that may be necessary and available.
- f. The Board may choose to accept or reject committee recommendations, and/or provide additional direction to the committee in carrying out their charge and continuing their deliberations.

4. Review and Evaluation of Board Committees:

- a) Board committees shall be reviewed annually by the full Board at its August meeting including confirmation of the necessity for the committee, its stated purpose or charge, and current membership.
- b) Appointment and/or re-appointment of committee members shall take place at the August Board meeting.